

MARVEL  
TEAM-UP

MARVEL COMICS GROUP™



30¢ 52  
DEC  
02147

MARVEL TEAM-UP™

FEATURING

SPIDER-MAN™

AND

CAPTAIN AMERICA™



SPIDEY AND CAP FIGHT BACK TO BACK--'CAUSE THERE'S  
**"DANGER: DEMON  
ON A RAMPAGE!"**

12



0



Stan Lee  
PRESENTS:

# SPIDEY AND CAP... TOGETHER AGAIN BECAUSE YOU ASKED FOR IT!

GERRY CONWAY \* SAL BUSCEMA & MIKE ESPOSITO \* JOE ROSEN, LETTERER  
GUEST WRITER/EDITOR ARTISTS/ STORYTELLERS DON WARFIELD, COLORIST



MARVEL TEAM-UP™ published by MARVEL COMICS GROUP. OFFICE OF PUBLICATION: 575 MADISON AVENUE, NEW YORK, N.Y. 10022. Published monthly. Copyright ©1976 by Marvel Comics Group. A Division of Cadence Industries Corporation. All rights reserved 575 Madison Avenue, New York, N.Y. 10022. Vol. 1, No. 52, December, 1976 issue. Price 30¢ per copy in the U.S. and Canada. Subscription rate \$4.00 for 12 issues. Canada, \$5.00. Foreign \$6.00. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. Printed in the U.S.A.



**HELP!**

SOME SORTA  
MONSTER  
COMIN' OUT OF  
NOWHERE--

OH, GREAT. THIS IS  
JUST WHAT I NEED:

A JUNIOR-LEAGUE  
REMAKE OF  
KING KONG!

IT'S  
GONNA  
MASH US  
ALL!

**AARRR!**



I THOUGHT I HAD ENOUGH PROBLEMS  
WITH THE TARANTULA BACK IN TOWN--

--AND NOW  
THIS  
CUTIE SHOWS UP TO  
MAKE ME MISERABLE!

ONE THING'S  
FOR SURE, WHAT  
EVER HE IS--

"SEE PETER PARKER,  
SPIDER-MAN #1--  
NOW ON SALE"-- GER.



--HE SURE DIDN'T  
ESCAPE FROM THE  
CENTRAL PARK  
ZOO!

**ARRRHH!**

NO! I  
DIDN'T  
EVEN  
FAZE  
HIM!



I WAS SO BUSY  
JOKING, I MIS-  
JUDGED HIS STRENGTH  
COMPLETELY!

I'VE GOT TO  
BACK OFF  
BEFORE  
HE CAN--

**WHOMP!**

UHHHHH

**SPRANG!**



WOW... I'VE BEEN HIT BY  
EXPERTS... THE THING...  
THE HULK... EVEN THOR...

...BUT  
THAT  
GUY  
BEATS  
THEM ALL!

WHERE  
DID HE  
COME FROM,  
AND WHAT'S  
HE DOING  
HERE?

WAIT! HE'S  
TURNING--





--AND NOW HE'S  
RUNNING AWAY? ONE MINUTE  
I DON'T GET IT! HE'S TEARING  
UP THE COUNTRYSIDE,  
AND THE NEXT--

--HE'S  
FLEEING LIKE  
A WHIPPED  
DOG!

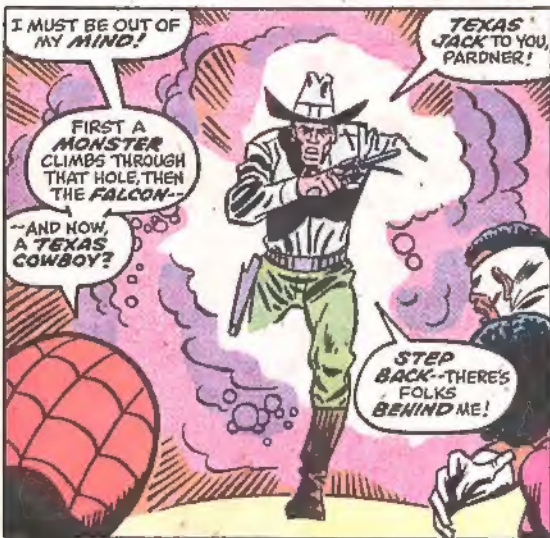
HEY, WHAT'S  
THAT--?



I MISSED  
IT BEFORE,  
BUT IT'S A  
KIND OF  
HOLE IN  
SPACE--

--AND  
SOME-  
ONE'S  
COMING  
THROUGH!

HUH? THE FALCON?



I MUST BE OUT OF  
MY MIND!

TEXAS  
JACK TO YOU,  
PARTNER!

FIRST A  
MONSTER  
CLIMBS THROUGH  
THAT HOLE, THEN  
THE FALCON--

--AND NOW,  
A TEXAS  
COWBOY?

STEP  
BACK--THERE'S  
FOLKS  
BEHIND ME!



ONE BY ONE, OTHER FIGURES STREAM THROUGH THE GLEAMING DIMENSIONAL DOORWAY--FOR SUCH IT IS, CREATED BY A MADMAN IN AN INSANE ASYLUM TO BRIDGE THE SPACE BETWEEN WORLDS\*--

AND,  
THOUGH THEIR  
NUMBER SEEMS  
ENDLESS, AT LAST  
THE FINAL FIGURE  
STEPS THROUGH  
THE HOLE IN  
SPACE--

\*SEE THE PAST FEW ISSUES OF  
CAPTAIN AMERICA--G.



--A WEARY WARRIOR  
SPIDEY EASILY  
RECOGNIZES AS--

CAPTAIN  
AMERICA!

SPIDER-MAN!  
WHAT ARE YOU  
DOING HERE?

NO, NEVERMIND--  
IT'S NOT IMPORTANT.  
ALL THAT MATTERS IS,  
THE PORTAL IS  
CLOSING BEHIND ME--

THEN--ALL  
THIS IS SOME-  
HOW TIED TO  
YOU!

BUT  
WHAT...  
HOW...?

--WHICH MEANS  
THE EARTH IS  
SAFE!

THOSE  
MONSTERS CAN'T  
FOLLOW US--  
NOT NOW, NOT  
EVER!







**WRONG! OR HAVE YOU (LIKE SPIDER-MAN) FORGOTTEN OUR RUNAWAY MONSTER?**

**IF SO, DON'T WORRY-- HE'LL REAPPEAR SHORTLY! MEANTIME, WE'VE GOT ANOTHER CHARACTER TO INTRODUCE--**

**--THE MAN KNOWN ONLY AS BATROC--THE LEAPER!**

W-WILL THERE BE ANYTHING ELSE, S-SIR?

MY W-WIFE ASKED ME TO COME HOME EARLY T-TONIGHT, SIR--

TH-THAT IS, IF IT'S ALL RIGHT WITH Y-YOU.

NO, CASPAR, EET EES NOT "ALL RIGHT"--!

THOUGH YOU WERE RECOMMENDED BY THE HIGHEST CRIME-BOSS IN NEW YORK--

--STILL, I DO NOT TRUST YOU, MON AMI! TO-NIGHT, YOU MUST REMAIN HERE--WITH ME!

B-BUT, SIR-- MY WIFE-- OH, GOODNESS!

SMASH

EEM-BECILE!



BEFORE I STOLE THEM, THEY BELONGED TO THE RICHEST FAMILY IN FRANCE!

YOU SHALL PAY WITH YOUR--

THUMP!

QUOI?

THERE EES A SOUND IN THE ALLEY BELOW!

HAS SOMEONE FOUND ME IN MY--HOW DO THE AMERICANS SAY?--IN MY HIDE-OUT?

EET SO, I WILL--

MON DIEU!

IT EES NO GENDARME! IT EES LE DIABLE--

A DEMON!

CONTINUED AFTER NEXT PAGE







LET'S MOVE AHEAD AN HOUR TO THE MOONLIT SKY ABOVE THE DAILY BUGLE BUILDING...



...AS A WELL-SCRUBBED WEB-SPINNER MAKES A TWO-POINT ROOFTOP LANDING...



...FOLLOWED BY A FAST CLOTHES-CHANGE IN A DARKENED STAIRWELL, FROM FRIENDLY NEIGHBORHOOD SPIDER-MAN TO FINANCIALLY PERSECUTED--



PETER PARKER! DON'T TELL ME YOU WALKED TWENTY FLIGHTS, SON!

OH, HIYA, MR. ROBERTSON.



ACTUALLY--UH--I GOT OFF AT THE WRONG FLOOR.

DAY-DREAMING, PETER?

SOMETHING LIKE THAT, SIR.

WHAT BRINGS YOU HERE AT THIS TIME OF NIGHT?

MY CAMERA. I SORT OF BROKE IT THIS MORNING--

PETER PARKER, SPIDER-MAN #1. --YET, ANOTHER-FREE-PLUG GER.



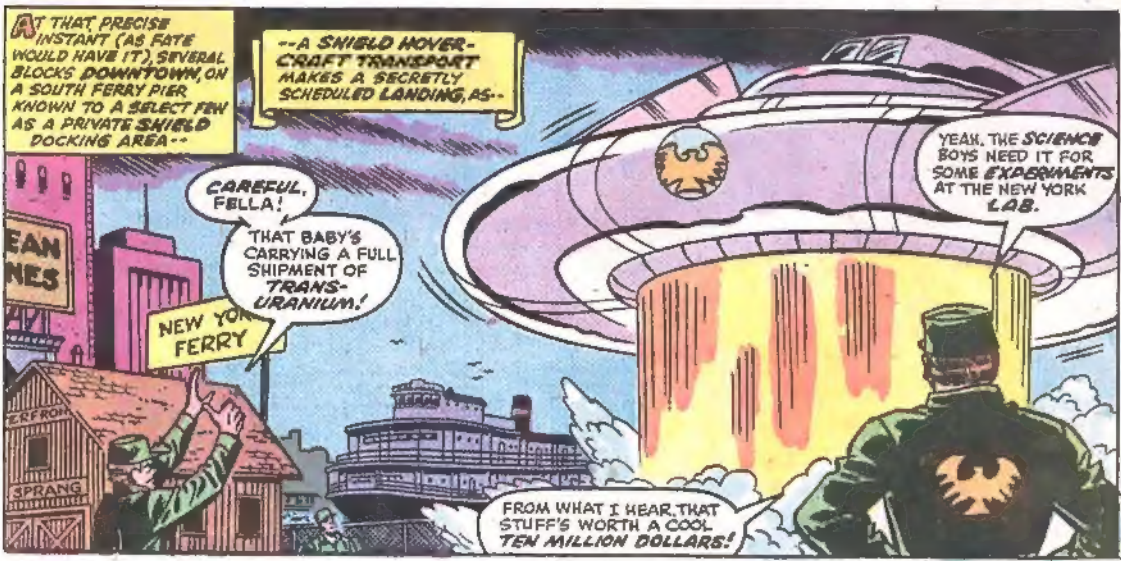
--AND I LEFT IT WITH ONE OF THE PHOTO DEPARTMENT GUYS TO GET IT FIXED.

HE SAID I SHOULD PICK IT UP AFTER THE PAPER WENT TO PRESS, SO I--

WHOOPI! HELLO THERE, JONAH-- ER--JONAN?

HE DIDN'T HEAR ME! IS IT MY IMAGINATION, OR HAS JONAH BEEN ACTING ODD TOWARD ME LATELY?

AH WELL, BETTER HE DIDN'T NOTICE ME, WHO NEEDS A LECTURE NOW?



AT THAT PRECISE INSTANT (AS FATE WOULD HAVE IT), SEVERAL BLOCKS DOWNTOWN, ON A SOUTH FERRY PIER KNOWN TO A SELECT FEW AS A PRIVATE SHIELD DOCKING AREA--

--A SHIELD HOVER-CRAFT TRANSPORT MAKES A SECRETLY SCHEDULED LANDING, AS--

CAREFUL, FELLA!

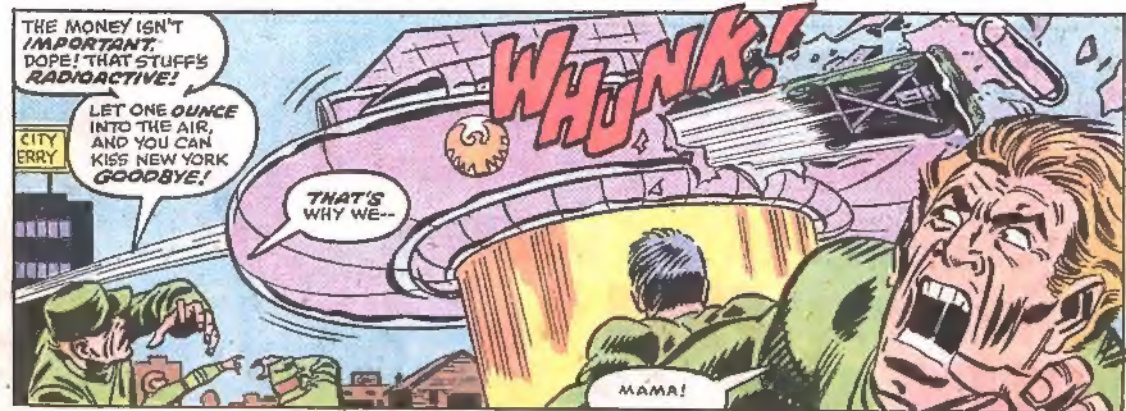
THAT BABY'S CARRYING A FULL SHIPMENT OF TRANS-URANIUM!

NEW YORK FERRY

YEAH, THE SCIENCE BOYS NEED IT FOR SOME EXPERIMENTS AT THE NEW YORK LAB.

FROM WHAT I HEAR THAT STUFF'S WORTH A COOL TEN MILLION DOLLARS!





THE MONEY ISN'T  
IMPORTANT.  
DOPE! THAT STUFF'S  
RADIOACTIVE!

LET ONE OUNCE  
INTO THE AIR,  
AND YOU CAN  
KISS NEW YORK  
GOODBYE!

CITY  
ERRY

THAT'S  
WHY WE--

WHUNK!

MAMA!



CRASH!

I DON'T  
BELIEVE  
IT!

SOMEONE  
HURLED A  
CAR RIGHT  
THROUGH THE  
HOVER-CRAFT!

FORGET  
THAT!

IF THE TRANS-  
URANIUM  
EXPLODES, WE'RE  
FINISHED!

RUN!



MERVEILLEUX, MON AMI!

YOU THREW ZEE CAR  
SO PERFECTLY, EET  
PUNCHED A HOLE  
THROUGH ZEE  
ENGINE--

--WITHOUT  
TOUCHING  
ZEE PRECIOUS  
CARGO!



NOW, WE NEED ONLY  
DISPOSE OF ZOSE  
GUARDS--



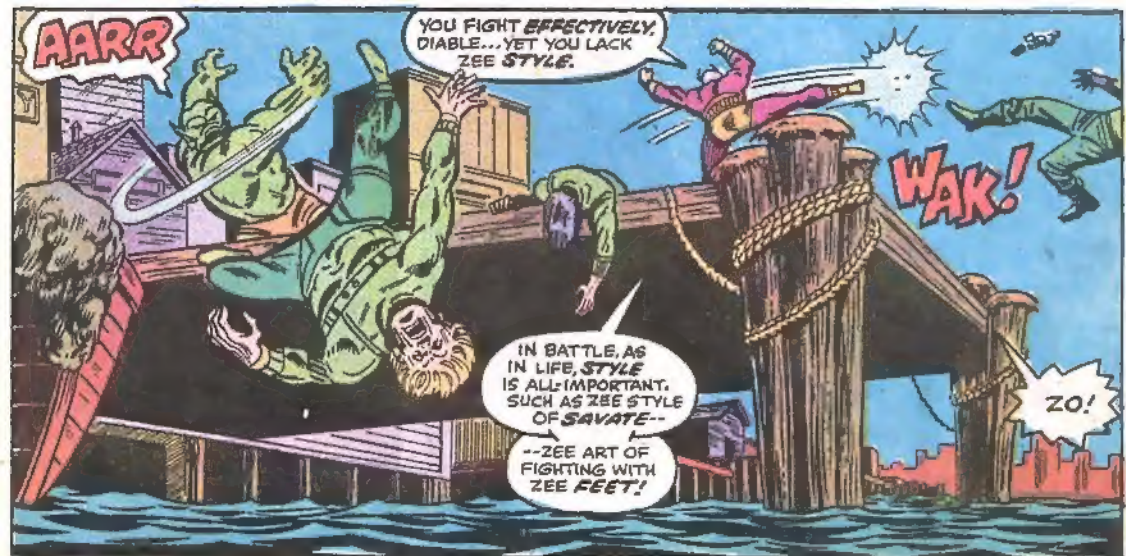
--AND ZEE TRANS-  
URANIUM WILL BE  
MINE!

CALL  
COLONEL  
FURY!

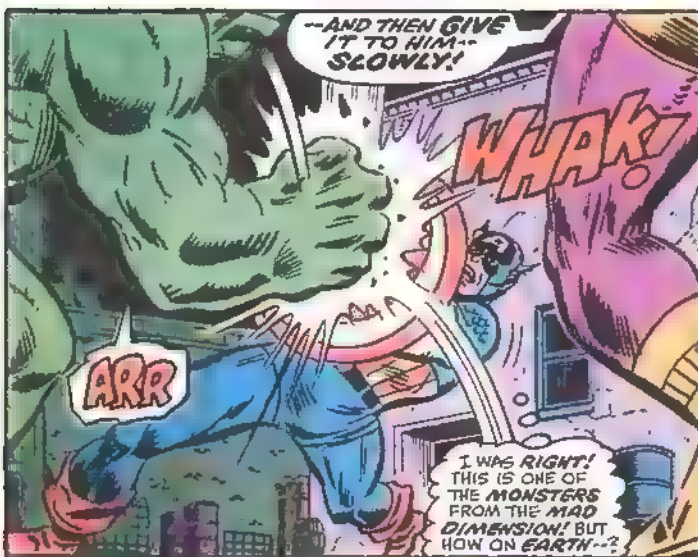
WE'VE GOT  
SOME KINDA  
MONSTER  
OUT HERE--

--AND IT'S RIPPING  
US TO PIECES!







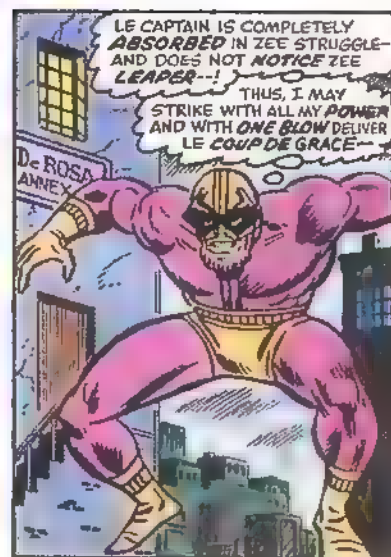


--AND THEN GIVE IT TO HIM-- SLOWLY!

WHAK!

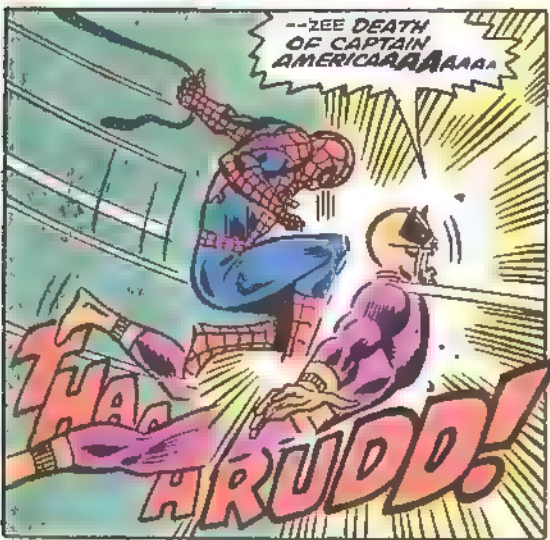
ARR

I WAS RIGHT! THIS IS ONE OF THE MONSTERS FROM THE MAD DIMENSION! BUT HOW ON EARTH--?



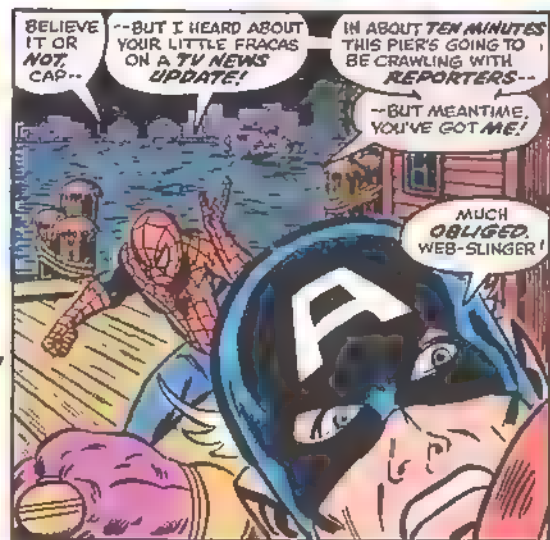
LE CAPTAIN IS COMPLETELY ABSORBED IN ZEE STRUGGLE-- AND DOES NOT NOTICE ZEE LEAPER--!

THUS, I MAY STRIKE WITH ALL MY POWER AND WITH ONE BLOW DELIVER LE COUP DE GRACE--



--ZEE DEATH OF CAPTAIN AMERICA--AAAAA

THA  
H RUDD!



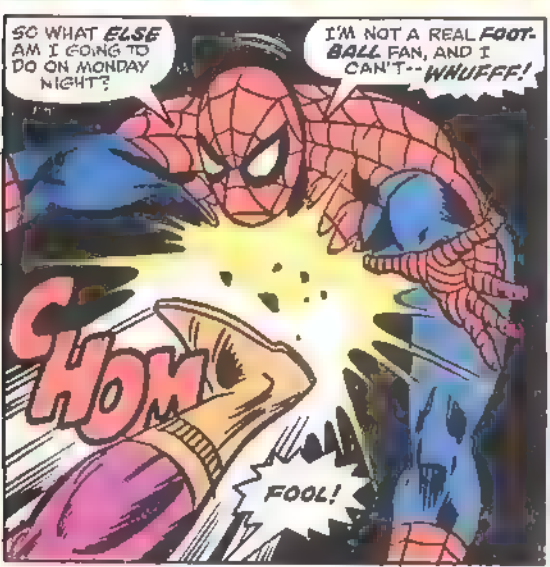
BELIEVE IT OR NOT, CAP--

--BUT I HEARD ABOUT YOUR LITTLE FRACAS ON A TV NEWS UPDATE!

IN ABOUT TEN MINUTES THIS PIER'S GOING TO BE CRAWLING WITH REPORTERS--

--BUT MEANTIME, YOU'VE GOT ME!

MUCH OBLIGED, WEB-SLINGER!



SO WHAT ELSE AM I GOING TO DO ON MONDAY NIGHT?

I'M NOT A REAL FOOT-BALL FAN, AND I CAN'T-- WHUFF!

CHOW

FOOL!



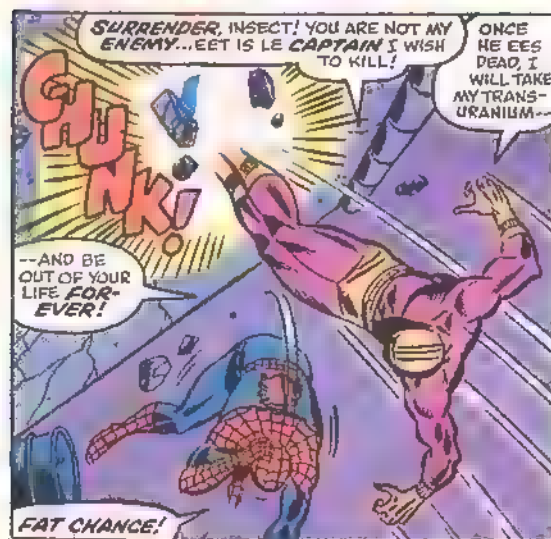
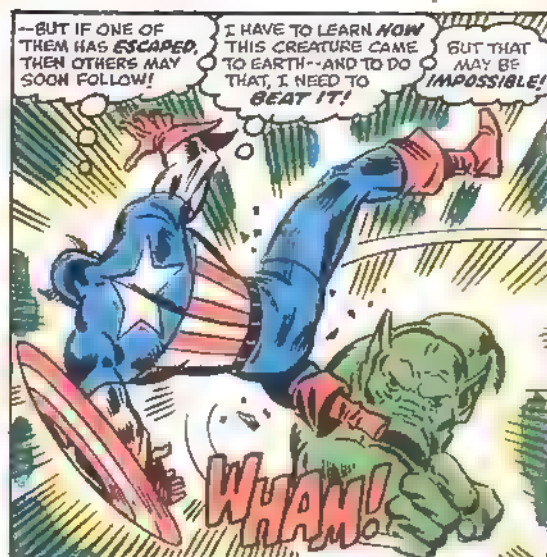
DO YOU THINK I CAN BE DEFEATED SO CAVALLIERLY?

HAVE YOU NO RESPECT FOR MY STRENGTH-- MY CUNNING?

KARAKK!

I DO NOW, CHUM!  
YOU'RE ALMOST AS FAST AS I AM!









THE FALCON COULDN'T  
HAVE HANDLED THAT  
DOUBLE-PLAY ANY  
BETTER THAN YOU  
DID, WEB-SLINGER--

--AND  
WHAT'S  
MORE,  
IT  
WORKED!

ONLY  
HALF-  
WAY,  
CAP!

"BATROC IS DOWN BUT THAT  
MONSTER PAL OF HIS IS STILL  
STANDING... AND GLOWING?  
HEY, C.A.... WAS HE GLOWING LIKE  
THAT BEFORE, OR HAS SOME-  
THING NEW BEEN ADDED?"

"IT'S  
NEW,  
SPIDER-  
MAN--"

--AND MY  
GUESS IS,  
IT'S DEADLY!

HE'S  
RUNNING  
OFF!

SHOULD  
WE  
FOLLOW?

NOT WITHOUT  
INFORMATION--



**RIGHT!** INFORMATION WE CAN GET-- FROM HIM!

**OPEN UP, BATROC!** CONFESSION IS GOOD FOR THE SOUL--

--NOT TO MENTION YOUR **PRISON SENTENCE!**

EES IT NOT ENOUGH THAT YOU HAVE **DEFEATED ME?**

MUST YOU **MOCK ME** AS WELL?

POOR BABY! ALL WE WANT TO KNOW IS WHERE YOU **FOUND** YOUR LITTLE FRIEND--

--AND WHEN HE WAS **GLOWING** WHEN YOU FIRST SAW HIM!

HE WAS **NOT**, MON AMI-- OF THAT I AM **SURE.**

DO YOU THINK-- THIS **GLOWING EES DANGEROUS?**

I WOULDN'T BE SURPRISED, MULL **THAT** IF IT DESTROYS HALF THE CITY, LEAPER.

OVER WHILE MY **SHIELD** FRIENDS TAKE YOU INTO **CUSTODY.**

**WORDS, CAPTAIN-- MERE WORDS**

YOU SEEK TO **FRIGHTEN ME.**

I HOPE I DO, BATROC... BECAUSE FRANKLY, I'M **PETRIFIED!**

HEY, IS THIS REALLY THAT **SERIOUS, C.A.?**

I'D STAKE MY **LIFE** ON IT, WEB-SLINGER!

LET'S **GO!**

OKAY, CAP-- BUT FIRST, **LISTEN** TO ME!

THERE'S SOMETHING YOU'VE GOT TO **HEAR--!**

**AND, AS SPIDER-MAN RELATES THE EVENTS IMMEDIATELY PRECEDING CAP'S RETURN TO EARTH-- SEVERAL BLOCKS DOWNTOWN, A GROUP OF LATE-NIGHT TRAVELERS ON THE STATEN ISLAND FERRY FIND THEMSELVES UNDER ATTACK--**

THIS CITY IS **CRAZY!** NOTHING LIKE **THIS** EVER HAPPENS ON THE STATEN ISLAND SIDE!

FOR HEAVEN'S **SAKE, FRED--**

**SHUT UP AND GET OUT OF HERE!**

**CRASH!**

**THUD!**

**YAH!**



IT STANDS TALL AND UNBARRAID, THIS DEMON FROM ANOTHER WORLD...

AARR



ALONE IN A STRANGE LAND, IT HAS ONLY ONE DESIRE--



TO LEAVE-- TO GET AWAY-- TO GO HOME!

AND NOW, HAVING EMPTIED THIS FERRY OF MEN, IT PROCEEDS TO DO JUST THAT--

--HEADING FOR A DESTINATION ONLY IT CAN COMPREHEND!

IT MUST BE SEARCHING FOR A WAY BACK TO THE MAD DIMENSION!

HE ISN'T GOING TO FIND ONE IN NEW YORK BAY--

THAT'S FOR SURE!



PERHAPS ITS SUDDEN RADIO-ACTIVITY IS A REACTION TO OUR WORLD--IN ANY CASE--

--TRACKING IT HERE WAS EASY, SPIDER-MAN-- BUT NOW COMES THE HARD PART!

WE HAVE TO DESTROY THAT MONSTER

BEFORE THE ALIEN RADIATION LEAKING FROM ITS BODY POLLUTES THE CITY'S ATMOSPHERE--



--MAKING NEW YORK UNFIT FOR HUMAN EXISTENCE!

NEWS-FLASH, CAP--



--MANHATTAN IS UNFIT RIGHT NOW.

UH-OH... THERE HE IS, PLAYING KING OF THE HILL!



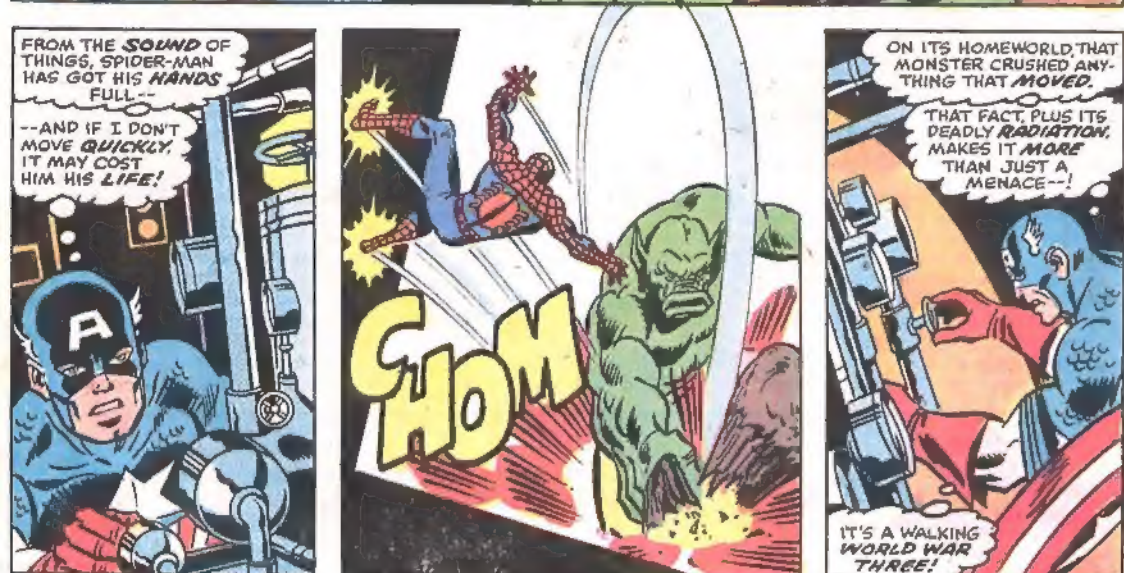
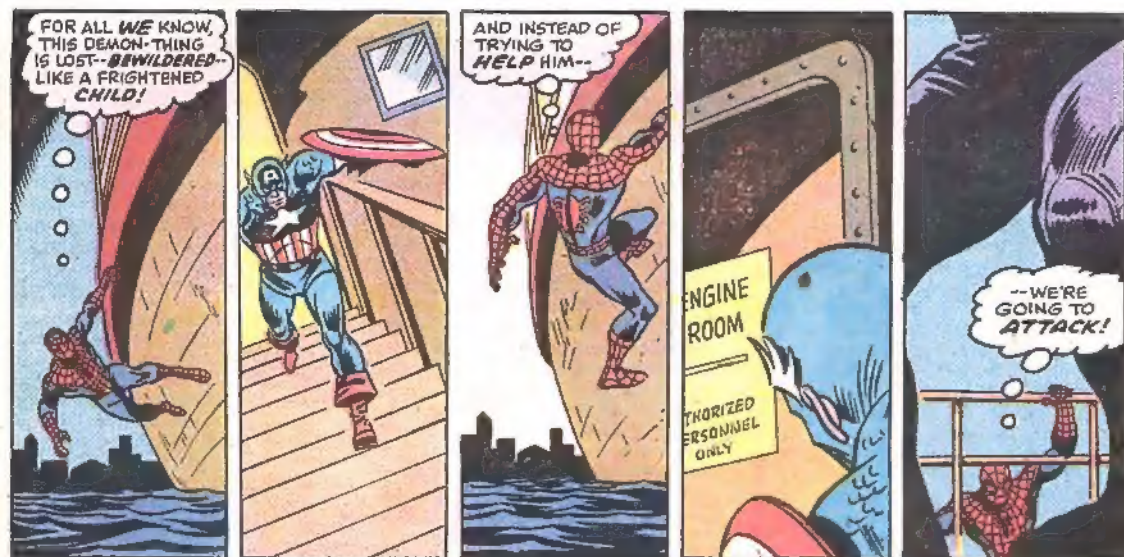
YOU KEEP THE CREATURE OCCUPIED, WEB-SLINGER--

I MAKE THE NECESSARY ADJUSTMENTS IN THE ENGINE ROOM.

GOTCHA, CAP.

I ONLY HOPE WE'RE DOING THE RIGHT THING!











YOU KNOW, IT OCCURS TO ME-- SOMEONE IS GOING TO HAVE TO PAY FOR THAT FERRY.

SHIELD WILL HANDLE THAT, WEB-SLINGER.

WHAT WORRIES ME IS-- THE SHIP SHOULD HAVE EXPLODED BY NOW! UNLESS I MADE A MISTAKE, AND THEN--

# BARROOM!

NOPE, NO MISTAKE, C.A.

JUST A BROKEN STOP-WATCH!

AND SO IT ENDS.

IF ONLY THE FALCON'S INSANITY COULD BE CURED AS EASILY AS THIS-- BUT SOME PROBLEMS CAN'T BE SOLVED WITH A SIMPLE EXPLOSION.

SOME CRISES JUST CAN'T BE BLOWN AWAY!

MORNING: AND OUR EPILOGUE BEGINS AND ENDS AT CITY HOSPITAL, WHERE...

THANKS FOR HELPING ME PICK UP AUNT MAY, MARY JANE.

IT'S KIND OF GOOD TO SEE YOU AGAIN.

YES, DEAR-- IT WAS VERY SWEET.

YOU'RE ONE PARKER WHO'S OKAY IN MY BOOK, LADY.

NOW YOUR NEPHEW... HE'S SOMETHING ELSE.

SWELL. I WAS HOPING MJ HAD DECIDED TO BURY THE HATCHET OVER THE WAY I'VE BEEN TREATING HER LATELY-- BUT I GUESS I'M NOT THAT LUCKY.

HEY, SPEAKING OF LUCK-- THERE'S A COINCIDENCE--!

IT'S CAP-- BUT WHAT'S HE DOING IN THIS PART OF TOWN?

THE ONLY THING HERE IS A HOSPITAL, AND CAP'S THE HEALTHIEST GUY I'VE EVER SEEN!

HE'S GOT EVERYTHING--

--AN ADORING PUBLIC, A THOUSAND FRIENDS, AND BEST OF ALL-- NO PROBLEMS.

I WONDER WHAT IT'S LIKE TO BE A REAL HERO LIKE CAPTAIN AMERICA--

--INSTEAD OF A CRISIS-RIDDEN SCHLEMIEL LIKE SPIDER-MAN!

BOY YOU TALK ABOUT YOUR IRONY--! IF YOU WANT TO KNOW MORE ABOUT CAP'S DIFFICULTIES WITH THE FALCON (NOT TO MENTION PETER'S TROUBLES WITH MARY JANE)-- YOU KNOW WHERE TO LOOK, KIMOSABE! AS FOR MT-U, WE'RE MORE CONCERNED ABOUT OUR NEXT ISSUE:

# HULK AND WOODGOD!

SEE YOU IN THIRTY DAYS, YOU LUCKY FELLA, YOU!